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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

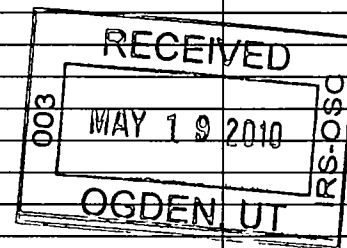
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation RICHARD K & NANCY L DONAHUE CHAR FDTN		A Employer identification number 04-3133049
	Number and street (or P O box number if mail is not delivered to street address) 52 BELMONT AVENUE	Room/suite	B Telephone number 978-453-4433
	City or town, state, and ZIP code LOWELL, MA 01852		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,420,002.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received			N/A		
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments	286.	286.		STATEMENT 1	
	4 Dividends and interest from securities	197,970.	165,072.		STATEMENT 2	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	-5,283.				
	b Gross sales price for all assets on line 6a	2,548,847.				
	7 Capital gain net income (from Part IV, line 2)		0.			
	8 Net short-term capital gain					
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss)						
11 Other income	-2,221.	-2,221.		STATEMENT 3		
12 Total. Add lines 1 through 11	190,752.	163,137.				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees					
	c Other professional fees	STMT 4	3,200.	3,200.		0.
	17 Interest					
	18 Taxes	STMT 5	4,877.	1,440.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 6	1,261.	171.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23		9,338.	4,811.		0.
25 Contributions, gifts, grants paid		917,750.			917,750.	
26 Total expenses and disbursements. Add lines 24 and 25		927,088.	4,811.		917,750.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		-736,336.				
b Net investment income (if negative, enter -0-)			158,326.			
c Adjusted net income (if negative, enter -0-)				N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		211,331.	471,186.	471,186.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 7		1,010,935.	1,112,815.	1,133,093.
	b	Investments - corporate stock STMT 8		1,526,871.	1,445,085.	2,355,660.
	c	Investments - corporate bonds STMT 9		490,907.	1,382,935.	1,404,914.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		60,498.	60,498.	55,149.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		3,300,542.	4,472,519.	5,420,002.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		3,300,542.	4,472,519.		
30	Total net assets or fund balances		3,300,542.	4,472,519.		
31	Total liabilities and net assets/fund balances		3,300,542.	4,472,519.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,300,542.
2	Enter amount from Part I, line 27a	2	-736,336.
3	Other increases not included in line 2 (itemize) ▶ <u>TRANSFER FROM RK & NL DONAHUE CRT</u>	3	1,908,313.
4	Add lines 1, 2, and 3	4	4,472,519.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,472,519.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 2,548,847.		2,553,112.	-5,283.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			-5,283.	
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 -5,283.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	537,023.	4,171,326.	.128742
2007	288,501.	4,748,910.	.060751
2006	206,967.	4,387,436.	.047173
2005	569,519.	4,321,663.	.131782
2004	1,322,960.	5,001,988.	.264487
2 Total of line 1, column (d)			2 .632935
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .126587
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 4,467,077.
5 Multiply line 4 by line 3			5 565,474.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,583.
7 Add lines 5 and 6			7 567,057.
8 Enter qualifying distributions from Part XII, line 4			8 917,750.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,583.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,583.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,583.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,240.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,240.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,657.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► RICHARD K DONAHUE Telephone no. ► (978) 453-4433
 Located at ► 52 BELMONT AVENUE, LOWELL, MA ZIP+4 ► 01852

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD K DONAHUE	TRUSTEE AS NEEDED			
52 BELMONT AVENUE				
LOWELL, MA 01852	0.00	0.	0.	0.
NANCY L DONAHUE	TRUSTEE AS NEEDED			
52 BELMONT AVENUE				
LOWELL, MA 01852	0.00	0.	0.	0.
DAVID W DONAHUE	TRUSTEE AS NEEDED			
111 DEVONSHIRE STREET				
BOSTON, MA 02109	0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,255,899.
b	Average of monthly cash balances	1b	279,205.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,535,104.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,535,104.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	68,027.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,467,077.
6	Minimum investment return. Enter 5% of line 5	6	223,354.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	223,354.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,583.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,583.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	221,771.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	221,771.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	221,771.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	917,750.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	917,750.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,583.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	916,167.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				221,771.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	1,083,768.			
b From 2005	358,500.			
c From 2006				
d From 2007	56,069.			
e From 2008	336,931.			
f Total of lines 3a through e	1,835,268.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 917,750.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				221,771.
e Remaining amount distributed out of corpus	695,979.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	2,531,247.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	1,083,768.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,447,479.			
10 Analysis of line 9:				
a Excess from 2005	358,500.			
b Excess from 2006				
c Excess from 2007	56,069.			
d Excess from 2008	336,931.			
e Excess from 2009	695,979.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

2009.03040 RICHARD K & NANCY L DONAHUE DONAFUO1

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 12				
Total			▶ 3a	917,750.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☒ Yes ☐ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
RK & NL DONAHUE CRT	CRT	SEE STATEMENT 13

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer or trustee <i>Richard B. Dawson</i>		Date 5/12/10	Title TRUSTEE
	Preparer's signature RICHARD B. DAWSON <i>RBD</i>		Date 05/12/10	Check if self-employed <input type="checkbox"/>
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code DAWSON, SMITH, PURVIS & BASSETT, P.A. 15 CASCO STREET PORTLAND, ME 04101-2902			Preparer's identifying number EIN <input type="checkbox"/>
				Phone no. 207-874-0355

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	100,000 SHS ANADARKO PETROLEUM CORP	P	05/18/09	12/30/09
b	1,000 SHS CHICAGO BRIDGE AND IRON - NY SHS	P	02/24/09	12/30/09
c	150,000 PAR FEDERAL FARM CREDIT BANK BONDS	P	02/03/09	05/12/09
d	100,000 PAR FEDERAL FARM CREDIT BANK BONDS	P	04/15/08	03/03/09
e	150,000 PAR FEDERAL HOME LOAN BANK BONDS	P	06/25/08	02/02/09
f	250,000 PAR MASSACHUSETTS ST HLTH & EFA REV DANA	P	01/22/09	08/18/09
g	200,000 PAR MASSACHUSETTS ST HLTH & EDL FACS AUTH	P	12/30/08	09/01/09
h	1,000 SHS ALLIANCEBERNSTEIN HLDG LP LTD PRTNSHP	P	06/06/06	12/29/09
i	1,000 SHS ALLSTATE CORP	P	09/22/05	01/12/09
j	300 SHS APACHE CORP COMMON	P	03/01/05	12/30/09
k	1,000 SHS CARDINAL HEALTH INC	P	03/23/07	10/02/09
l	500 SHS CAREFUSION CORP	P	03/23/07	10/02/09
m	1,000 SHS CHICAGO BRIDGE AND IRON - NY SHS	P	08/12/08	12/30/09
n	2,000 SHS CITIGROUP IN	P	04/11/05	01/12/09
o	640 SHS EXXON MOBIL	P	03/01/05	01/12/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 107,834.		95,659.	12,175.
b 20,065.		7,291.	12,774.
c 150,000.		150,006.	-6.
d 100,000.		100,006.	-6.
e 150,000.		148,131.	1,869.
f 257,444.		246,930.	10,514.
g 199,244.		184,448.	14,796.
h 27,156.		49,998.	-22,842.
i 29,551.		51,471.	-21,920.
j 31,030.		8,871.	22,159.
k 25,892.		52,255.	-26,363.
l 10,519.		20,706.	-10,187.
m 20,065.		34,547.	-14,482.
n 11,524.		91,797.	-80,273.
o 48,707.		9,123.	39,584.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			12,175.
b			12,774.
c			-6.
d			-6.
e			1,869.
f			10,514.
g			14,796.
h			-22,842.
i			-21,920.
j			22,159.
k			-26,363.
l			-10,187.
m			-14,482.
n			-80,273.
o			39,584.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	75,000 PAR FANNIE MAE INVESTMENT NOTES	P	06/04/04	04/27/09
b	300,000 PAR FEDERAL FARM CREDIT BANK BONDS	P	01/25/08	01/27/09
c	100,000 SHS FEDERAL FRM CRDT BANK MEDIUM TERM NOT	P	09/23/02	07/02/09
d	200,000 PAR FEDERAL HOME LOAN BANK BONDS	P	03/15/04	04/13/09
e	100,000 PAR FEDERAL HOME LOAN BANK BONDS	P	01/09/08	03/26/09
f	300,000 PAR FEDERAL HOME LOAN BANK BONDS	P	02/07/08	04/06/09
g	125,000 PAR FEDERAL HOME LOAN BANK BONDS	P	02/12/08	04/06/09
h	50,000 PAR GENL MOTORS ACCEPT CORP SMARTNOTES	P	07/14/06	05/15/09
i	20,000 PAR GENL MOTORS ACCEPT CORP SMARTNOTES	P	07/14/06	08/17/09
j	3,500 SHS JPMORGAN CHASE & CO	P	VARIOUS	VARIOUS
k	400 SHS KOHLS CORP	P	09/21/07	12/30/09
l	2,000 SHS NESTLE S A REG ADR	P	03/01/05	VARIOUS
m	3,000 SHS SCHERING PLOUGH CORP	P	VARIOUS	06/01/09
n	1,175 SHS STARBUCKS CORP	P	02/02/93	12/30/09
o	2,074 SHS VERIZON COMMUNICATIONS COM	P	03/01/05	01/12/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 75,000.		69,756.	5,244.
b 300,000.		300,006.	-6.
c 110,344.		108,077.	2,267.
d 100,000.		150,012.	-50,012.
e 100,000.		99,831.	169.
f 97,059.		98,221.	-1,162.
g 125,000.		124,850.	150.
h 50,000.		45,806.	4,194.
i 20,000.		18,231.	1,769.
j 111,372.		105,540.	5,832.
k 21,755.		23,860.	-2,105.
l 84,455.		12,804.	71,651.
m 72,519.		88,017.	-15,498.
n 27,041.		1,459.	25,582.
o 65,271.		55,403.	9,868.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			5,244.
b			-6.
c			2,267.
d			-50,012.
e			169.
f			-1,162.
g			150.
h			4,194.
i			1,769.
j			5,832.
k			-2,105.
l			71,651.
m			-15,498.
n			25,582.
o			9,868.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	ALLIANCEBERNSTEIN K-1			
b	ALLIANCEBERNSTEIN K-1			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			-967.
b			-51.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-967.
b			-51.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-5,283.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
ENTERPRISE BANK	286.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	286.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALLIANCEBERNSTEIN K-1 - DIV	272.	0.	272.
ALLIANCEBERNSTEIN K-1 - INT	124.	0.	124.
FIRST CLEARING, LLC - ACCRUED INTEREST PAID	-17,943.	0.	-17,943.
FIRST CLEARING, LLC - DIV	58,370.	0.	58,370.
FIRST CLEARING, LLC - INT	119,281.	0.	119,281.
FIRST CLEARING, LLC - OID	1,593.	0.	1,593.
FIRST CLEARING, LLC - OTHER			
PERIODIC INT	3,375.	0.	3,375.
FIRST CLEARING, LLC - TAX-EXEMPT INTEREST	35,348.	0.	35,348.
FIRST CLEARING, LLC - TAX-EXEMPT INTEREST PAID	-2,450.	0.	-2,450.
TOTAL TO FM 990-PF, PART I, LN 4	197,970.	0.	197,970.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NATIONAL FINANCIAL - NONTXBLE DIVS	10.	10.	
ORDINARY INCOME FROM ALLIANCEBERNSTEIN K-1	-2,457.	-2,457.	
OTHER INCOME	226.	226.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,221.	-2,221.	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX & FINL ACCTING SERVICES	3,200.	3,200.		0.
TO FORM 990-PF, PG 1, LN 16C	3,200.	3,200.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	1,440.	1,440.		0.
990-PF 2009 EST TAX PMT	3,437.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,877.	1,440.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADR FEES	70.	70.		0.
OTHER DEDUCTIONS - ALLIANCEBERNSTEIN K-1	81.	81.		0.
NON-DEDUCTIBLE EXPENSES - ALLIANCEBERNSTEIN K-1	1,090.	0.		0.
BANK FEES	20.	20.		0.
TO FORM 990-PF, PG 1, LN 23	1,261.	171.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FED NATL MTG ASSN 5.25% 3/19/24 - 100000 PAR	X		94,506.	96,213.
FED NATL MTG ASSN 5.5% 12/26/22 - 100000 PAR	X		98,694.	100,039.
FED FARM CREDIT BANK 5.45% 12/11/13 90000 PAR	X		97,269.	100,221.
FED HOME LOAN BANK 5.625% 6/13/16 300000 PAR	X		303,512.	302,001.
MASSACHUSETTS ST HLTH & EFA 5.25% 12/01/27 200000 PAR		X	197,547.	212,116.
MASSACHUSETTS ST WTR RES 5% 08/01/32 200000 PAR		X	197,506.	204,462.
MASSACHUSETTS ST HLTH & EDL 5.25% 08/15/37 125000 PAR		X	123,781.	118,041.
TOTAL U.S. GOVERNMENT OBLIGATIONS			593,981.	598,474.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			518,834.	534,619.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,112,815.	1,133,093.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALLIANCEBERNSTEIN HLDG - 3000 SH	80,794.	84,300.
APACHE CORP - 700 SH	20,698.	72,219.
BANK OF AMERICA - 5000 SH	71,067.	75,300.
BOEING CO - 1000 SH	46,490.	54,130.
BRISTOL-MYERS SQUIBB - 4000 SH	114,926.	101,000.
CHEVRON CORP - 1200 SH	53,651.	92,388.
DUKE ENERGY - 4000 SH	88,487.	68,840.
EMERSON ELECTRIC - 1500 SH	70,858.	63,900.
EXXON MOBIL - 1500 SH	21,382.	102,285.
FAIRPOINT COMMUNICATIONS - 39 SH	257.	1.
HOME DEPOT - 1500 SH	65,046.	43,395.
HOMEYWELL INTERNATIONAL - 1500 SH	44,034.	58,800.
INDYMAC BANCORP - 3000 SH	109,180.	102.
INTEL CORP - 2000 SH	45,413.	40,800.
JP MORGAN & CHASE - 3500 SH	131,089.	145,845.
NESTLE SA - 3000 SH	19,206.	145,050.
NIKE INC - 9000 SH	6,524.	594,630.
STARBUCKS - 2000 SH	2,484.	46,120.

UNITED TECHNOLOGIES CORP - 1200 SH	85,645.	83,292.
WALMART - 1000 SH	45,299.	53,450.
ALCON INC 500 SH	46,941.	82,175.
CHICAGO BRIDGE AND IRON - NY SH 3000 SH	22,313.	60,660.
CONNECTICUT WATER SVC 1750 SH	20,282.	43,348.
DIAMOND OFFSHORE DRILLING INC 500 SH	50,942.	49,210.
MICROSOFT CORP 2000 SHS	58,716.	60,960.
RAYTHEON COMPANY 1500 SH	76,317.	77,280.
TEVA PHARMACEUTICAL 1000 SH	47,044.	56,180.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,445,085.	2,355,660.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GENERAL ELEC CORP 5.5% 10/28/16 - 20000 PAR	19,816.	20,023.
GENERAL ELEC CO MEDIUM TERM 5.25% 12/06/17 - 125000 PAR	125,006.	127,677.
GMAC 6.5% 2/15/16 - 45000 PAR	44,327.	32,854.
GMAC 6.15% 3/15/16 - 25000 PAR	23,922.	18,252.
GMAC 6.75% 8/15/16 - 10000 PAR	9,915.	7,351.
GMAC 6.5% 9/15/06 - 20000 PAR	19,415.	14,550.
PRUDENTIAL FINANCIAL 6.0% 2/15/23 - 250000 PAR	248,506.	238,417.
GMAC 6% 02/15/10 - 30000 PAR	27,756.	29,943.
SLM CORP BONDS 5.45% 04/25/11 250000 PAR	229,381.	250,855.
GENERAL ELEC CORP 5.875% 02/15/12 - 100000 PAR	101,006.	106,715.
SINCLAIR BROADCAST GROUP 6% 09/15/12 75000 PAR	70,588.	60,094.
HOME DEPOT INC 5.25% 12/16/13 100000 PAR	97,526.	106,686.
GOLDMAN SACHS GROUP 5.125% 01/15/15 75000 PAR	72,906.	78,608.
ANADARKO PETROLEUM CORP 5.95% 09/15/16 100000 PAR	95,659.	107,529.
BANK OF AMERICA CORP 5.75% 12/01/17 125000 PAR	197,206.	205,360.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,382,935.	1,404,914.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CINCINNATI BELL - 1500 SH	COST	60,498.	55,149.
TOTAL TO FORM 990-PF, PART II, LINE 13		60,498.	55,149.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

RICHARD K DONAHUE

NANCY L DONAHUE

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALTERNATIVE HOUSE PO BOX 2100 LOWELL, MA 01851	NONE UNRESTRICTED	PUBLIC	2,000.
ASIAN TASK FORCE PO BOX 120108 BOSTON, MA 02112	NONE UNRESTRICTED	PUBLIC	2,500.
BIG BROTHER, BIG SISTER 484 MAIN STREET, SUITE 360 WORCESTER, MA 01608	NONE UNRESTRICTED	PUBLIC	1,000.
CHALLENGE UNLIMITED 450 LOWELL STREET ANDOVER, MA 01810	NONE UNRESTRICTED	PUBLIC	10,000.
COMMUNITY TEAMWORK, INC 167 DUTTON STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	2,500.
GIRLS INC 120 WALL ST #3 NEW YORK, NY 10005	NONE UNRESTRICTED	PUBLIC	2,500.

RICHARD K & NANCY L DONAHUE CHAR FDTN			04-3133049
JFK LIBRARY FOUNDATION COLUMBIA POINT BOSTON, MA 02125	NONE UNRESTRICTED	PUBLIC	380,000.
LASELL COLLEGE 1844 COMMONWEALTH AVENUE NEWTON, MA 02466	NONE UNRESTRICTED	PUBLIC	25,000.
LAWRENCE ACADEMY 26 POWDERHOUSE ROAD GROTON, MA 01450	NONE UNRESTRICTED	PUBLIC	10,000.
LHS ALUMNI GOLF TOURNAMENT PO BOX 320009 SAN FRANCISCO, CA 941320009	NONE UNRESTRICTED	PUBLIC	1,000.
LOWELL FESTIVAL FOUNDATION PLEASANT STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	7,500.
LOWELL LIBRARY 401 MERRIMACK STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	1,500.
LOWELL NATIONAL HISTORIC PARK SUMMER MUSIC SERIES 67 KIRK STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	5,000.
LOWELL PARKS AND CONSERVATION PO BOX 7162 LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	2,500.
LOWELL PHILHARMONIC ORCHESTRA PO BOX 1403 LOWELL, MA 01853	NONE UNRESTRICTED	PUBLIC	2,000.
MERRIMACK REPERTORY THEATER 132 WARREN ST LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	155,750.

RICHARD K & NANCY L DONAHUE CHAR FDTN			04-3133049
MERRIMACK REPERTORY THEATER 132 WARREN ST LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	50,000.
MERRIMACK VALLEY HOUSING PARTNERSHIP 10 KIRK STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	5,000.
RETARDED ADULT REHABILITATION ASSOCIATION 295 HIGH STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	2,000.
REVOLVING MUSEUM 22 SHATTUCK STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	5,000.
SPECIAL OLYMPICS OF MASSACHUSETTS PO BOX 303 HATHORNE, MA 01937	NONE UNRESTRICTED	PUBLIC	20,000.
TEXTILE MUSEUM 2320 S STREET, NW WASHINGTON, DC 200084088	NONE UNRESTRICTED	PUBLIC	10,000.
UNITED TEEN EQUITY CENTER 23 HURD STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	5,000.
UNIVERSITY OF MASS LOWELL ONE UNIVERSITY AVENUE LOWELL, MA 01854	NONE UNRESTRICTED	PUBLIC	2,500.
UNIVERSITY OF MASS LOWELL BAND CAMP ONE UNIVERSITY AVENUE LOWELL, MA 01851	NONE UNRESTRICTED	PUBLIC	1,000.
WBUR 90.9 890 COMMONWEALTH AVENUE, 3RD FLOOR BOSTON, MA 02215	NONE UNRESTRICTED	PUBLIC	5,000.

WHISTLER HOUSE MUSEUM OF ART 243 WORTHEN STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	7,500.
ACADEMY OF NOTRE DAME 180 MIDDLESEX ROAD TYNGSBORO, MA 01879	NONE UNRESTRICTED	PUBLIC	1,000.
GREATER LOWELL FAMILY YMCA 35 YMCA DRIVE LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	2,500.
NORTHERN ESSEX COMMUNITY COLLEGE (RANEY FAMILY MEMORIAL SCHOLARSHIP) - 100 ELLIOTT STREET HAVERHILL, MA 01830	NONE UNRESTRICTED	PUBLIC	1,000.
INNER CITY SCHOLARSHIP FUND 260 FRANKLIN STREET SUITE 630 BOSTON, MA 02110	NONE UNRESTRICTED	PUBLIC	20,000.
MIDDLESEX COMMUNITY COLLEGE FOUNDATION 55 MIDDLE STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	5,000.
UNITED WAY OF MASS BAY (SEGAL) 51 SLEEPER ST BOSTON, MA 02210	NONE UNRESTRICTED	PUBLIC	29,500.
VERMONT PUBLIC RADIO 365 TROY AVENUE COLCHESTER, VT 05446	NONE UNRESTRICTED	PUBLIC	500.
LIFELINKS 145 LEXINGTON AVE LOWELL, MA 01854	NONE UNRESTRICTED	PUBLIC	1,000.
NEW ENGLAND QUILT MUSEUM CHALLENGE 18 SHATTUCK STREET LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	35,000.

UNIVERSITY OF MASS LOWELL STRING PROJECT ONE UNIVERSITY AVENUE LOWELL, MA 01854	NONE UNRESTRICTED	PUBLIC	1,000.
VISITING NURSES 2ND CENTURY FUND 200 SUTTON STREET SUITE 242 NORTH ANDOVER, MA 01845	NONE UNRESTRICTED	PUBLIC	25,000.
WHISTLER HOUSE MUSEUM OF ART 243 WORTHEN STREET LOWELL, MA 01842	NONE UNRESTRICTED	PUBLIC	5,000.
ST. PATRICKS SCHOOL EDUCATIONAL CENTER 311 ADAMS STREET LOWELL, MA 01854	NONE UNRESTRICTED	PUBLIC	5,000.
UNIVERSITY OF MASSACHUSETTS FOUNDATION 225 FRANKLIN ST. 33RD FLOOR BOSTON, MA 02110	NONE UNRESTRICTED	PUBLIC	50,000.
ADOLESCENT CONSULTATION SERVICES 110 MOUNT WAYTE AVE. FRAMINGHAM, MA 01702	NONE UNRESTRICTED	PUBLIC	7,500.
WOMEN WORKING WONDERS 100 MERRIMACK ST. SUITE 202 LOWELL, MA 01852	NONE UNRESTRICTED	PUBLIC	5,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

917,750.

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS	STATEMENT 13
	PART XVII, LINE 2, COLUMN (C)	

NAME OF AFFILIATED OR RELATED ORGANIZATION

RK & NL DONAHUE CRT

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON TRUSTEES